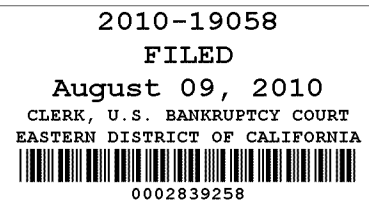


United States Bankruptcy Court
Eastern District of California

In re **Shady Acres Dairy, A California General Partnership**

Debtor(s)

Case No.

Chapter

11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Foster Farms P.O. Box 198 Livingston, CA 95334	Foster Farms P.O. Box 198 Livingston, CA 95334	Purchase of Grain		242,177.00
Machado Hay Company 3228 East Tulare Ave Tulare, CA 93274	Machado Hay Company 3228 East Tulare Ave Tulare, CA 93274	Purchase of Hay and Grain		211,408.54
Harris Woolf 26060 Colusa Rd Coalinga, CA 93210	Harris Woolf 26060 Colusa Rd Coalinga, CA 93210	Purchase of Feed		208,242.00
E & M Ag Post Office Box 7208 Visalia, CA 93290-7208	E & M Ag Post Office Box 7208 Visalia, CA 93290-7208	Contract Labor Harvesting		204,000.00
JD Heiskell 116 W Cedar Tulare, CA 93274	JD Heiskell 116 W Cedar Tulare, CA 93274	Dairy Cattle Supply Lien-Helm Dairy		198,226.47 (0.00 secured)
A. L. Gilbert 304 N Yosemite P.O. Box 38 Oakdale, CA 95361-0038	A. L. Gilbert 304 N Yosemite P.O. Box 38 Oakdale, CA 95361-0038	Purchase of Grain		136,951.06
Penny Newman Grain c/o Bradley A. Silva 8050 North Palm, Suite 300 Fresno, CA 93711	Penny Newman Grain c/o Bradley A. Silva 8050 North Palm, Suite 300 Fresno, CA 93711	Settlement Agreement		112,658.85
RL Goins Hay Sales 10415 Ave 264 Tulare, CA 93274	RL Goins Hay Sales 10415 Ave 264 Tulare, CA 93274	Purchase of Hay		96,293.68
Lone Oak Veterininary Clinic 34775 Rd 132 Visalia, CA 93292	Lone Oak Veterininary Clinic 34775 Rd 132 Visalia, CA 93292	Services rendered		67,095.53
Penny Newman Milling, LLC PO Box 12147 Fresno, CA 93776-2147	Penny Newman Milling, LLC PO Box 12147 Fresno, CA 93776-2147	Purchase of Grain		60,876.38
Cal-West Rain P.O. Box 306 Kerman, CA 93630	Cal-West Rain P.O. Box 306 Kerman, CA 93630	Repairs & Maintenance		51,889.76

In re **Shady Acres Dairy, A California General Partnership**

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LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Calarco Inc P.O. Box 727 Corcoran, CA 93212	Calarco Inc P.O. Box 727 Corcoran, CA 93212	Purchase of Fertilizer and Feed		49,268.42
Amaral Dairy Service 413 North I Street Tulare, CA 93274	Amaral Dairy Service 413 North I Street Tulare, CA 93274	Repairs & Maintenance		47,279.59
Phillip DeHaan's Hoof Trimming 30577 Mehrten Drive Exeter, CA 93221	Phillip DeHaan's Hoof Trimming 30577 Mehrten Drive Exeter, CA 93221	Services Rendered		44,627.00
Linder Equipment Company P.O. Box 1139 Tulare, CA 93275	Linder Equipment Company P.O. Box 1139 Tulare, CA 93275	Services Rendered		43,596.98
Walco International Central Accounting P.O. Box 911423 Dallas, TX 75391-1423	Walco International Central Accounting P.O. Box 911423 Dallas, TX 75391-1423	Purchase of Supplies		40,739.11
Genex Cooperative Inc 100 MBC Drive P.O. Box 469 Shawano, WI 54166-0469	Genex Cooperative Inc 100 MBC Drive P.O. Box 469 Shawano, WI 54166-0469	Breeding Services Rendered		31,116.27
Maggini Hay P.O. Box 7 Riverdale, CA 93656-0007	Maggini Hay P.O. Box 7 Riverdale, CA 93656-0007	Purchase of Hay		30,414.00
Myers Bros. Well Drilling, Inc. 8650 East Lacy Blvd Hanford, CA 93230	Myers Bros. Well Drilling, Inc. 8650 East Lacy Blvd Hanford, CA 93230	Services Rendered		27,487.71
Chino Hay Market Citrus Division 16395 Euclid Ave Chino, CA 91708	Chino Hay Market Citrus Division 16395 Euclid Ave Chino, CA 91708	Purchase of Grain		26,797.07

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the Managing Partner of the partnership named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date **August 9, 2010**Signature **/s/ Beverly Anker**

Beverly Anker
Managing Partner

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.